

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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AMUSEMENT INDUSTRY, INC., dba WESTLAND  
INDUSTRIES; PRATICAL FINANCE CO., INC., :

Plaintiffs, :

-against- :

No. 07 CIV.  
11586(LAK)(GWG)

MOSES STERN, aka MARK STERN, :  
JOSHUA SAFRIN, :  
FIRST REPUBLIC GROUP REALTY, LLC, :  
EPHRAIM FRENKEL, :  
LAND TITLE ASSOCIATES ESCROW :

AFFIDAVIT OF  
STEPHEN R. STERN

Defendants. :

-----X  
State of New York )  
)ss.:  
County of New York )

Stephen R. Stern being duly sworn deposes and says the following:

1. I am a partner in the law firm of Hoffinger Stern & Ross LLP, the attorneys who represent Defendants Moses Stern, aka Mark Stern, First Republic Group Realty, LLC, Ephraim Frenkel and Land Title Associates Escrow, collectively referred to as the "Defendants". As such, I am fully familiar with the facts stated herein.

2. This affidavit is submitted in support of the motion by the Defendants which seeks dismissal of the Complaint pursuant to Federal Rules of Civil Procedure, Rule 12(b)(6) (the "Motion").

3. The Complaint totals 86 pages and 27 claims. To aid the Court, a chart has been prepared which delineates each of the 27 claims, the relief requested and references in Defendants' Memorandum of Law which supports dismissal of the Complaint. The chart is attached hereto as Exhibit A.

4. The Complaint is attached hereto as Exhibit B.

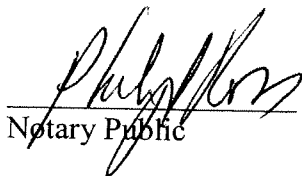
5. For the reasons stated in Defendants' Memorandum of Law submitted in support of the Motion, it is respectfully requested that the Motion be granted in all respects.



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Stephen R. Stern

Sworn to the 27<sup>th</sup> day  
of February, 2008

  
Notary Public

PHILIP S. ROSS  
Notary Public, State of New York  
No. 5000811  
Qualified in New York County  
Commission Expires 1/11/2011